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05/15/26

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BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

Joint Application by Zenith Energy Terminals Holdings, LLC, Zenith Energy West Coast Terminals LLC (PLC-28), and Seaview West Coast Logistics LLC, for Approval of Transfer of Control of Zenith Energy West Coast Terminals LLC Pursuant to California Public Utilities Code Section 854(a), for Approval to Assume the Obligations of a Parent Pursuant to California Public Utilities Code Section 830, and for an Order Pursuant to California Public Utilities Code Section 851(a) to Encumber Public Utility Assets.

Application 25-12-021

ASSIGNED COMMISSIONER'S SCOPING MEMO AND RULING

This scoping memo and ruling sets forth the issues, need for hearing, schedule, category, and other matters necessary to scope this proceeding pursuant to Public Utilities Code Section 1701.1 and Article 7 of the Commission's Rules of Practice and Procedure (Rules).

1. Procedural Background

On December 31, 2025, Zenith Energy Terminals Holdings LLC (Zenith Holdings), Zenith Energy West Coast Terminals LLC (Zenith West Coast) (collectively, Zenith), and Seaview West Coast Logistics, LLC (Seaview) filed Application (A.) 25-12-021. The application seeks Commission approval for Seaview to acquire Zenith Holdings from Zenith West Coast, for Seaview to encumber Zenith Holdings equity and assets, and for Zenith Holdings to become

liable for the obligations of Seaview West Coast Finance LLC by issuing a guarantee for the financing of the proposed acquisition.

In Decision (D.) 25-05-008, the Commission authorized Zenith West Coast to transfer certain assets to a wholly owned subsidiary, 690 N. Studebaker LLC. An advice letter is currently pending to complete that transaction. The parties request that the assets approved for transfer to 690 N. Studebaker LLC be excluded from the transaction.

The application was noticed on the Commission's Daily Calendar. No protests to the application were filed.

A prehearing conference was held on March 2, 2026, to address the issues of law and fact, determine the need for hearing, set the schedule for resolving the matter, and address other matters as necessary. After considering application and discussion at the prehearing conference, I have determined the issues and initial schedule of the proceeding to be set forth in this scoping memo. I have also determined that this matter involves financial transactions and that no environmental and social justice issues have been raised at this time.

2. Issues

The issues to be determined or otherwise considered are:

1. Is the proposed transfer of ownership of Zenith Holdings from Zenith West Coast to Seaview pursuant to Public Utilities Code Section 854, subdivision (a)¹, reasonable?
2. Should the Commission authorize Seaview to encumber the assets of Zenith Holdings pursuant to Section 851(a) and to authorize Zenith Holdings to assume obligations of its parent company pursuant to Section 830?

¹ Statutory references are to the Public Utilities Code.

3. What, if any, action should the Commission take to harmonize the decision in this proceeding with the transaction approved in D.25-05-008?
4. Is the proposed transfer of ownership exempt from the provisions of the California Environmental Quality Act?

3. Need for Evidentiary Hearing

There are no issues of material disputed fact. Accordingly, no evidentiary hearing is needed.

4. Schedule

This matter is submitted. The proposed decision is expected to be filed no later than 90 days from today for public review and comment pursuant to Public Utilities Code Section 311(d) except that, if it grants the uncontested requested relief, public review and comment shall be waived pursuant to Rule 14.6(c)(2).

5. Category of Proceeding and Ex Parte Restrictions

This ruling confirms the Commission's preliminary determination² that this is a ratesetting proceeding. Accordingly, ex parte communications are restricted and must be reported pursuant to Article 8 of the Rules.

6. Public Outreach

Pursuant to Public Utilities Code Section 1711(a), where feasible and appropriate, before determining the scope of the proceeding, the Commission sought the participation of those likely to be affected, including those likely to derive benefit from, and those potentially subject to, a decision in this proceeding. This matter was noticed on the Commission's daily calendar. Where feasible and appropriate, this matter was incorporated into engagements

² Resolution ALJ-176-3575.

conducted by the Commission's External Affairs Division with local governments and other interested parties.

7. Intervenor Compensation

Pursuant to Public Utilities Code Section 1804(a)(1), a customer who intends to seek an award of compensation must file and serve a notice of intent to claim compensation by April 1, 2026, 30 days after the prehearing conference.

8. Response to Public Comments

Parties may, but are not required to, respond to written comments received from the public. Parties may do so by posting such response using the "Add Public Comment" button on the "Public Comment" tab of the online docket card for the proceeding.

9. Public Advisor

Any person interested in participating in this proceeding who is unfamiliar with the Commission's procedures or has questions about the electronic filing procedures is encouraged to obtain more information at:

<https://www.cpuc.ca.gov/about-cpuc/divisions/news-and-public-information-office/public-advisors-office>

or contact the Commission's Public Advisor at 866-849-8390 or 866-836-7825 (TTY), or send an e-mail to: public.advisor@cpuc.ca.gov.

10. Filing, Service, and Service List

The official service list has been created and is on the Commission's website. Parties should confirm that their information on the service list is correct and serve notice of any errors on the Commission's Process office, the service list, and the ALJ. Persons may become a party pursuant to Rule 1.4.³

³ The form to request additions and changes to the Service list may be found at <https://www.cpuc.ca.gov/-/media/cpuc-website/divisions/administrative-law-judge-division/documents/additiontoservicelisttranscriptordercompliant.pdf>

When serving any document, each party must ensure that it is using the current official service list on the Commission's website.

This proceeding will follow the electronic service protocol set forth in Rule 1.10. All parties to this proceeding shall serve documents and pleadings using electronic mail, whenever possible, transmitted no later than 5:00 p.m., on the date scheduled for service to occur. Rule 1.10 requires service on the ALJ of both an electronic and a paper copy of filed or served documents, however the paper service upon the ALJ is not required in this proceeding.

When serving documents on Commissioners or their personal advisors, whether or not they are on the official service list, parties must only provide electronic service. Parties must not send hard copies of documents to Commissioners or their personal advisors unless specifically instructed to do so.

Persons who are not parties but wish to receive electronic service of documents filed in the proceeding may contact the Process Office at process_office@cpuc.ca.gov to request addition to the "Information Only" category of the official service list pursuant to Rule 1.9(f).

The Commission encourages those who seek information-only status on the service list to consider the Commission's subscription service as an alternative. The subscription service sends individual notifications to each subscriber of formal e-filings tendered and accepted by the Commission. Notices sent through subscription service are less likely to be flagged by spam or other filters. Notifications can be for a specific proceeding, a range of documents and daily or weekly digests.

11. Receiving Electronic Service from the Commission

Parties and other persons on the service list are advised that it is the responsibility of each person or entity on the service list for Commission

proceedings to ensure their ability to receive e-mails from the Commission. Please add “@cpuc.ca.gov” to your e-mail safe sender list and update your e-mail screening practices, settings and filters to ensure receipt of e-mails from the Commission.

12. Assignment of Proceeding

Matthew Baker is the assigned commissioner and Jacob L. Rambo is the assigned Administrative Law Judge for the proceeding.

IT IS RULED that:

1. The scope of this proceeding is described above and is adopted.
2. Evidentiary hearing is not needed.
3. The category of the proceeding is ratesetting.

Dated May 15, 2026, at San Francisco, California.

/s/ MATTHEW BAKER

Matthew Baker
Assigned Commissioner